

EXHIBIT 84

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK
Case No.: 1:21-cv-7955-LAK
and Consolidated Cases 21-cv-7957-LAK
and 21-cv-7959-LAK

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MARVEL CHARACTERS, INC.,
Plaintiff and Counterclaim-Defendant
v.
LAWRENCE D. LIEBER,
Defendant and Counterclaimant.

-----x

MARVEL CHARACTERS, INC.,
Plaintiff and Counterclaim-Defendant,
v.
KEITH A. DETTWILER, in his capacity as
Executor of the Estate of Donald L. Heck,
Defendant and Counterclaimant.

-----x

MARVEL CHARACTERS, INC.,
Plaintiff and Counterclaim-Defendant,
v.
PATRICK S. DITKO, in his capacity as
Administrator of the Estate of Stephen J.
Ditko,
Defendant and Counterclaimant.

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VIDEO DEPOSITION OF ROY WILLIAM THOMAS, JR.
January 20, 2023
8:49 a.m.
Charlotte, North Carolina

1 ROY WILLIAM THOMAS, JR., pursuant to Federal Rule of
2 Civil Procedure 30, held at the offices of Nelson Mullins
3 Riley & Scarborough in the Foster Conference Room A, located
4 at 301 South College Street, One Wells Fargo Center, 23rd
5 Floor, Charlotte, North Carolina 28202, before
6 Audra Smith, a realtime court reporter and
7 a Notary Public of the State of North Carolina.

A P P E A R A N C E S :

O'MELVENY & MYERS LLP

Attorneys for Marvel Characters, Inc.
1999 Avenue of the Stars, 8th Floor
Los Angeles, California 90067
Telephone: (310) 553-6700

BY: MOLLY M. LENS, ESQ.

mlens@omm.com

MATTHEW KAISER, ESQ.

mkaiser@omm.com

DANIEL M. PETROCELLI, ESQ.

dpetrocelli@omm.com

SALVATORE J. COCCHIARO, ESQ. (Via Zoom)

scocchiaro@omm.com

TOBEROFF & ASSOCIATES, P.C.

Attorneys for the Defendants
23823 Malibu Road, Suite 50-363,
Malibu, California 90265

BY: MARC TOBEROFF, ESQ.

mtoberoff@toberoffandassociates.com

JAYMIE PARKKINEN, ESQ. (Via Zoom)

jparkkinen@toberoffandassociates.com

ALSO PRESENT:

DAVID COOPER, Videographer

ELI BARD, Marvel Entertainment, (Via Zoom)

Alec Lipkind, The Walt Disney Company, (Via Zoom)

S T I P U L A T I O N S

IT IS HEREBY STIPULATED AND AGREED,
by and among counsel for the respective
parties hereto, that the filing, sealing
and certification of the within deposition
shall be and the same are hereby waived;

IT IS FURTHER STIPULATED AND AGREED
that all objections, except as to form of
the question, shall be reserved to the time
the trial;

IT IS FURTHER STIPULATED AND AGREED
that the within deposition may be signed
before any Notary Public with the same
force and effect as if signed and sworn to
before the Court.

1 those, the next two were to dialogue stories that
2 had been plotted and roughly penciled by Steve Ditko
3 of Dr. Strange, two 10-page stories. Each of them
4 was like a half a comic.

5 Q Okay. We'll come back to some of these
6 superhero comics in a little bit. But roughly --
7 this is 1965?

8 A Yes. September, October.

9 Q And you testified earlier that you
10 reported to Stan Lee for your salaried position,
11 whether that was as a staff writer or as the
12 editorial assistant; is that correct?

13 A Yes.

14 Q And did that -- did you also report to
15 Stan Lee as a freelance writer?

16 A Yes.

17 Q Anyone else that you reported to?

18 A Well, a lot of it went through the
19 production manager, Sol Brodsky. But I always
20 understood that Sol was acting for Stan and that
21 virtually anything he told me, you know, or asked me
22 to do, with his expression, you know, "Do me a
23 favor," was always -- you know, basically it was as
24 part of my, you know, job for Stan. So he wasn't
25 really, like, my superior but he was speaking for

1 him, so -- and we had no problems over that.

2 Q And did there come a time at Marvel where
3 your position changed again?

4 A Well, the next time was around the end of
5 '66, turn of '66-'67 when Stan hired a second
6 writer, a friend of mine from Missouri that I had
7 suggested to him, who also took a writer's test,
8 named Gary Friedrich, and Stan took the two of us
9 out to lunch to -- just to talk over things and
10 get -- you know, Gary was fairly new at the company.

11 And on the way there, Stan suddenly said,
12 "Well, you know, we need some titles around here, I
13 decided." So he says, "Roy, from now on, you're the
14 associate editor." I had never known what I was
15 before that. And he said, "Gary, I guess, you're
16 newer, so you're the assistant editor."

17 That was how I learned what my new
18 situation was. It didn't involve any kind of
19 change, particularly. I mean, you know, it was just
20 doing more of the same kind of thing and maybe
21 supervising Gary a bit.

22 Q And who did you report to as the
23 associate editor for Marvel Comics?

24 A To Stan.

25 Q And were you still doing freelance

1 well, which -- strike that.

2 Which books were you referring to when
3 you say "Stan doesn't even bother to read them now"?

4 A The titles were Patsy and Hedy, Millie
5 the Model, and the other one was Modeling with
6 Millie which was the second bimonthly book with the
7 same character.

8 Q And were any of those superhero books?

9 A No.

10 Q Okay. Let's turn -- flip the page.

11 And can you tell me what the balance of
12 the document is, please.

13 A Yes. It alternates between the -- to a
14 copy of the typewriter sheet page that I was given
15 along with Steve Ditko's original penciled art for
16 this Doctor Strange story. These were his notes
17 with a couple of words just to make sure, since they
18 were very, very rough pencil since he was going to
19 ink it, they told me basically what was going --
20 what was going on so I wouldn't have to try to, you
21 know, make sure I -- so I would make sure I knew
22 what was going on exactly and wouldn't get something
23 wrong in the story.

24 Q And so the artwork that we see on page --
25 for example, 274, is that reflective of the detail

1 of the pencils that you received from Steve Ditko?

2 A Well, this is the finished artwork inked.

3 What I got was much rough, the figures were like

4 little ballons and you could tell what the hands and

5 arms were, that there was a little bit of background

6 and so forth. But it was very sketchy. If he were

7 going to have -- if he were not going to ink the

8 story, he would have done it in more detail. But

9 since he was going to ink it, he only needed enough

10 for him and me to be able to see. This was actually

11 first done with the idea that Stan would write it.

12 Q Why do you say that this was first done

13 with the idea that Stan would write it?

14 A Because Stan had been writing the -- for

15 the last year or so, Stan had been the scripter of

16 all the Doctor Strange stories.

17 Q Who, if anyone, asked you to become the

18 writer on this Doctor Strange story?

19 A Stan Lee.

20 Q And did you have an understanding of who

21 decided who would be the artist on the -- this

22 Doctor Strange story?

23 A Well, I knew that Stan had decided that

24 Steve Ditko would. He had been doing it since the

25 beginning.

1 Q And what was the basis for your
2 understanding that Stan Lee had decided that Steve
3 Ditko would work on this comic?

4 A Stan made all the artist assignments.

5 Q And was that true over the entirety of
6 the relevant period, that is 1962 to '75 to your
7 understanding?

8 A Yes. Sometimes the production manager
9 would make certain inking decisions because -- you
10 know, in a hurry, but he would -- they would always
11 be subject to Stan. Even if they were made, they
12 were made in Stan's name, and they could be canceled
13 or changed if Stan wanted that.

14 Q And so when we see the words on page 273
15 which is the second page of the exhibit, "Found
16 place to hide. Must move fast."

17 Do you see that?

18 A Oh, this, yes. That's -- yes -- Steve's
19 writing, yes.

20 Q And what did that mean to you?

21 A Well, it was in the middle of a story I
22 continued from the preceding month's story, so I had
23 that to look at, too, with all written and drawn
24 out.

25 And Doctor Strange was fleeing some

1 enemies of his. He was kind of trussed up, and so
2 forth, with his body. So he was trying to find a
3 place for his body, his physical body to hide so
4 that his enemies couldn't find him and destroy him.

5 And he had to send out his astral self since he was
6 a sorcerer to find a hiding place for him.

7 It was just to convey a sense of, not
8 just what he was doing, but that there was a sense
9 of urgency.

10 Q And does that correspond to the drawings
11 that follow on page 274?

12 A Yes. I -- you know, I added different
13 things to it as I was fleshing it out, but sort of
14 took that and just did whatever I felt I should do
15 with it.

16 Q And you can see on page 274 the credit
17 box?

18 A Yes.

19 Q And based on your working on this comic
20 issue, are those credits accurate?

21 A Yes.

22 Q And it says, for example, "Edited and
23 rehashed by Stan Lee."

24 What does that mean to you?

25 A Well, besides being the editor of a

1 BY MR. TOBEROFF:

2 Q And how soon after that did Perfect
3 Films -- soon after their purchase of Magazine
4 Management in 1968, how soon after that did they
5 change their name to Cadence?

6 A I don't know. A couple of years or so,
7 but I can't recall. It was Perfect Film for a
8 little while but not too long. They saw -- it
9 wasn't a film company really anymore, so they wanted
10 to come up with another more generalized name, I
11 guess. But it was a couple of years, I think.

12 But, again, I didn't take any particular
13 notice of it because I had -- I had no real dealings
14 with Perfect Film or Cadence, you know. My dealings
15 were always with Martin Goodman, who occasionally
16 remained as the line publisher, and with Stan Lee.

17 Q So I realize that you've written books
18 about Marvel and the history of Marvel, including
19 Marvel in the 1940s and '50s, and about Stan Lee.
20 But you've not been designated as an expert witness
21 in the case. You're testifying here today only as a
22 percipient witness.

23 Do you understand that?

24 A No.

25 Q Do you know what I mean by percipient

1 to the extent that it calls for a legal
2 conclusion or lacks foundation.

3 You can answer.

4 A I never really knew or thought about it.
5 I always thought of myself as working for Marvel
6 Comics. In fact, in a lot of ways I told people I
7 was working for Stan Lee. I thought it was a more
8 personal thing than just that. If I had said a
9 company, I would have always said Marvel Comics.
10 But that doesn't mean that that was the official
11 name. It's just what I would have said. Whether
12 the official name was Cadence or Perfect Film or
13 Magazine Management, to me it was always Marvel
14 Comics from the day I walked in the door until I
15 left.

16 BY MR. TOBEROFF:

17 Q But you were an actual employee --

18 A Yes.

19 Q -- of a company?

20 A Yes.

21 Q And you don't know what company that was?

22 MS. LENS: Objection. It's
23 argumentative. It's been asked and answered.

24 A There were various overlappings, Marvel
25 comics being a part of Magazine Management and then

1 think they ever wrote out any kind of guidelines for
2 us. It was all sort of word of mouth.

3 BY MR. TOBEROFF:

4 Q After Perfect Film purchased Magazine
5 Management, did they have printed guidelines for
6 freelance writers and artists doing work with
7 Marvel?

8 A I don't recall ever seeing any. It
9 didn't seem like anything really changed. We knew
10 we had different owners of the sort. That was about
11 it. But we didn't interchange with them. Stan
12 maybe did a little, but the rest of us did not.

13 MR. TOBEROFF: What exhibit are we up to?

14 THE COURT REPORTER: 82.

15 MR. TOBEROFF: I'd like to mark as
16 Exhibit 82 an agreement dated 1974 between
17 Marvel Comics Group and Roy Thomas.

18 THE WITNESS: Oh, it's my contract again.

19 MS. LENS: Can we have a copy, Marc?

20 MR. TOBEROFF: Yes. Just a second.

21 THE WITNESS: It's the same document as
22 the '74 contract.

23 MS. LENS: So this was already marked
24 today.

25 THE WITNESS: Yes.

1 you know, mostly for Marvel because it kept the
2 style similar. But, you know, you couldn't legally
3 force them. If the person did too many things you
4 didn't like, you just didn't give them another
5 assignment. That was up to what they wanted to do
6 and what you wanted to do. It was a very free
7 market.

8 MR. TOBEROFF: Next exhibit is 82,
9 correct?

10 I'd like to mark this drawing as
11 Exhibit 82.

12 (Exhibit Number 82 was identified.)

13 BY MR. TOBEROFF:

14 Q I'd like to draw your attention to the
15 illustration at the top left of Exhibit 82.

16 A Uh-huh.

17 Q It's on the top half of Exhibit 82.

18 A Yes.

19 Q On the left side, it's a face.

20 A Uh-huh.

21 Q Do you recognize that character?

22 MS. LENS: Objection to form. Lacks
23 foundation.

24 A It's a bearded man with a cloak.
25

1 BY MR. TOBEROFF:

2 Q Doesn't look familiar to you at all?

3 MS. LENS: Same objections. Lacks
4 foundation.

5 A No. It looks like any number of comic
6 book magicians over the years imitating Mandrake
7 going back into the '40s.

8 BY MR. TOBEROFF:

9 Q So it doesn't look like any comic book
10 character we discussed today?

11 MS. LENS: Objection to form. It's been
12 asked and answered, lacks foundation.

13 A Because I can't help seeing that the
14 envelope says Steve Ditko, it's obviously -- it
15 bears resemblance to Doctor Strange. But any
16 character he drew in a cloak and mustache would have
17 a resemblance to Doctor Strange and also to Mandrake
18 the Magician and 100 other comic book magicians that
19 existed between 1940 and 1960.

20 BY MR. TOBEROFF:

21 Q So you said this character resembles 100
22 other comic book characters?

23 A Maybe that's an exaggeration but quite a
24 few. There were a lot of comic book magicians.
25 They were all imitating the comic strip character

1 repeal -- appeal from that judgment.

2 Q When you started at Marvel in July of
3 1965, was Stan Lee and Steve Ditko on good terms?

4 A One of the first things I had learned in
5 the first couple of days, Sol Brodsky was the one
6 who told me, was that Stan Lee and Steve Ditko, for
7 the last little bit, months or whatever, were not
8 even speaking to each other, which of course was
9 utterly astonishing to me.

10 Q How long did that rift continue?

11 A Well, I don't know exactly how long it
12 was going before I got there. That was in July.

13 Steve walked in and quit near the end of the year,
14 so it was about a half a year. But the actual
15 situation probably lasted a little longer than that
16 because it was there when I got there until the day
17 Steve walked in and said he was quitting.

18 Q Would Steve Ditko plot Spider-Man stories
19 in addition to drawing them?

20 A Yes, he did. And he was credited for
21 that for the last year or so of his term there. It
22 said plotted and drawn by Steve Ditko.

23 Q Does that fairly describe what's called
24 the Marvel method?

25 A It was -- it was a switch on the Marvel

1 BY MR. TOBEROFF:

2 Q You also mentioned that Sol Brodsky --
3 Stan would sometimes give you directions through Sol
4 Brodsky; is that correct?

5 A Yes.

6 Q Would you sometimes communicate with Stan
7 through Sol Brodsky?

8 A Occasionally. Not so much. If I had
9 something to say to Stan, I would usually say --
10 once in a while there would be something that was
11 just easier for Sol to tell him. Or it would have
12 to do with both of them, so I would mention it to
13 Sol, and then Sol would talk to Stan if he needed
14 to.

15 Q Why would Stan talk to you through Sol
16 Brodsky?

17 MS. LENS: Objection to the extent it
18 lacks foundation. Objection to form.

19 A Well, he was a busy guy, and Sol would
20 want to take all -- any work away from him he could
21 and interpret it and then get my answer. It would
22 just save Stan a lot of time because Sol very much
23 understood what Stan wanted. He was just one of
24 those people who, you know, as John Verpoorten
25 became one of these people who's very good at

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185/8	Question by Toberoff: Did you ask Marvel's attorneys to represent you in this case?
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188/14	Question by Toberoff: Did Marvel's attorneys tell you why they were suggesting that they represent you?
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190/2	Question by Toberoff: And what did they tell you?
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218/13	Question by Toberoff: What was -- at that meeting, what was said to you by Marvel's attorneys?
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1 STATE OF NORTH CAROLINA)


2 COUNTY OF FORSYTH)

3 REPORTER'S CERTIFICATE

4 I, Audra Smith in and for the above county
5 and state, certify that the person hereinbefore named was
6 taken before me at the time and place and was sworn by me and
7 that such deposition is a true record of the testimony given
8 by such witness.

9 I further certify that I am not related to
10 any of the parties to this action by blood or marriage and
11 that I am in no way interested in the outcome of this matter.

12 IN WITNESS WHEREOF, I have hereto set my
13 hand this 6th day of February, 2023.

14
15 
<%19326,Signature%>

16 _____
17 Audra Smith

18 Notary Number: 201329000033

19 Commission Expires: June 26, 2025
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